

June 6, 2004

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**VIA OVERNIGHT EXPRESS**

U.S. DISTRICT COURT  
DISTRICT OF MASS.

Clerk's Office  
United States District Court  
For the District of Massachusetts  
John Joseph Moakley U.S. Courthouse  
One Courthouse Way  
Boston, MA 02210

Re: ZonePerfect Nutrition Company v. Hershey Foods Corporation,  
Hershey Chocolate & Confectionary Corporation and Barry D. Sears  
Civil Action No. 10760 (REK)

Dear Sir or Madam:

I'm responding to recent requests made of me where I have been asked to release and/or make available for release certain documents. I and/or Pure Distributors have and/or know where copies of these documents are being held that are currently sought for discovery in this matter. These documents are protected under a Protective Order from a prior litigation captioned *Surfactant Technologies, Inc v. Pure Distributors, Inc. d/b/a Envion International and Matthew J. Freese*, United States District Court (D. Mass) Civil Action No. 96-11155-RGS (the "Envion Litigation").

The parties listed above in this current litigation as corporate entities and/or the key principal individuals involved with the above listed companies in the current litigation and/or the historical make-up of the individuals and/or corporate entities involved with the current litigation that have been and/or are involved with the core product(s) and/or trademarks that are the focus of the current litigation in whole and/or in part are a direct out-growth of the "Envion Litigation" and the original cause of the "Envion Litigation".

Barry Sears and Chris Baker as individuals and through their various related and/or inter-related companies are at it again. These individuals, Baker & Sears, and their related and inter-related companies are the direct cause of the demise of Pure Distributors and the financial ruin of that company and the financial ruin of me personally. As a direct result of building on the core products, technologies and trademarks of Pure Distributors, Sears and Baker have both gone on to enjoy great financial benefit in the millions of dollars. As I understand it, this current litigation also will ultimately involve millions of dollars of continued benefit and gain to the prevailing party or parties.

The "Envion Litigation" documents that are sought, and that are **PROTECTED** under an agreed upon protective order, are nearly the only thing Pure Distributors has left. The information marked "confidential" and "highly confidential" and the related attorney client work product need to stay protected under the original protective order(s). These

Civil Action No. 10760  
June 6, 2004  
Page 2

documents should not be allowed to be released in any manner for these various parties ongoing need for continued financial gain at the expense of others.


Neither Pure Distributors nor I can afford to incur any additional legal fees or expense in this matter. I apologize to the court in advance if my response and objection to the request made of this court by "ZonePerfect" to release these protected documents is technically deficient in any manner or form. I beg of this court to continue to protect these documents under the original protective order(s) and not allow their release in any form.

If the court is considering releasing any or all of these documents in any way I respectfully request to be heard before this court and voice my objections. Coming to Boston from Florida at this time will be an expense I currently do not need, but will do so to voice my objections directly to the court if absolutely necessary.

In my humble opinion the bottom line here is that Sears and Barker through all their smoke and mirrors and their various related and/or inter-related companies continue to color outside the lines of honest and fair business practices and dealing for both personal and corporate gain at significant and ongoing expense, agony and disregard for others. Please continue to protect these documents under the original protective order and let Sears, Baker and their various related entities go on and slug it out without further involvement from either me and/or Pure Distributors. Thank you!

Respectfully submitted,

Pure Distributors Inc  
Through it's President & CEO Matthew J. Freese  
And Matthew J. Freese, individually

  
Matthew J. Freese

Matthew J. Freese  
individually  
& Pure Distributors Inc.  
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239-398-6780

CC: Ms Lisa Arrowood  
Mr. Carl Solomont Both via US mail